



## Union Tank Car Company

225 West Washington Street  
Chicago, Illinois 60606  
312/372-9500

9-352A012

RECORDATION NO. 6859 S FILED 1425

DEC 18 1989 -11 05 AM

December 5, 1989

INTERSTATE COMMERCE COMMISSION

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

RECORDATION NO. 6859 T FILED 1425

DEC 18 1989 -11 05 AM

INTERSTATE COMMERCE COMMISSION

Secretary  
Interstate Commerce Commission  
12th St. & Constitution Ave., N.W., Room 2215  
Washington, DC 20423

RE: Equipment Trust Agreement (Series 9)  
Filed January 16, 1973  
Recordation No. 6859

Dear Sir or Madam:

Enclosed are the original and two certified copies of the Eleventh Supplemental Trust Agreement, dated October 23, 1989, between Union Tank Car Company and Harris Trust and Savings Bank, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is a check for \$26.00 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5336.

Thank you.

Sincerely,

Patrick J. Allen  
Senior Attorney

PJA/jf 4066e  
Enclosure



A MEMBER OF THE MARMON GROUP OF COMPANIES

RECORDED NO

16859 T

FILED 1425

DEC 18 1989 -11 05 AM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)  
 )  
COUNTY OF COOK )

CERTIFICATE

The undersigned, Carol D'Ascenzo, a Notary Public in and for said county and state, hereby states that she has compared the attached copy of the Bill of Sale, dated November 2, 1989, with the original document thereof, and hereby certifies that such attached copy is a true and correct copy of the original document in all respects.

In Witness Whereof, the undersigned has set her hand and seal this 5th day of December, 1989.

Carol D'Ascenzo  
Notary Public

4066e



## BILL OF SALE

DEC 18 1989 -11 05 AM

HARRIS TRUST AND SAVINGS BANK INTERSTATE COMMERCE COMMISSION  
as Trustee under Equipment Trust Agreement  
Dated January 15, 1973 (Series 9)  
to  
UNION TANK CAR COMPANY

KNOW ALL MEN BY THESE PRESENTS, that Harris Trust and Savings Bank ("Trustee"), as Trustee under that certain Equipment Trust Agreement ("Agreement") dated January 15, 1973, by and between Trustee and Union Tank Car Company ("Company"), a Delaware corporation, in consideration of the conveyance to Trustee of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and other compliance by Company with the terms of the Agreement, and particularly Section 5.06 thereof with respect to such substitutions, and other good and valuable considerations, the receipt whereof is hereby acknowledged, does hereby sell, assign, transfer, set over and deliver unto Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by Company to Trustee pursuant to the Agreement, which units of Equipment are fully described in Schedule B attached hereto, hereby warranting that such Equipment is free and clear from all liens and encumbrances of Trustee.

TO HAVE AND TO HOLD the said Equipment unto Company and its successors and assigns forever.

THIS BILL OF SALE releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, Trustee has caused this instrument to be duly executed by a proper officer hereunto duly authorized, and its seal to be hereunto affixed and attested, as of  
Nov. 2, 1989.

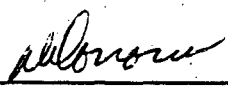
HARRIS TRUST AND SAVINGS BANK

By: 

Title: VICE PRESIDENT

(SEAL)

Attest:

  
Title: ASSISTANT SECRETARY

UTCARS9

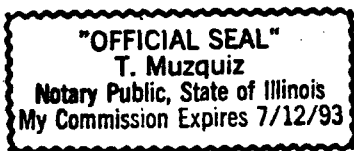
STATE OF ILLINOIS )  
COUNTY OF COOK ) SS

On this 2nd day of November, 1989, before me, a Notary Public in and for the State and County aforesaid, personally appeared R. G. MASON and D. G. DONOVAN to me personally known, who being by me duly sworn did say that they are, respectively, the ASSISTANT SECRETARY VICE PRESIDENT of Harris Trust and Savings Bank, that the seal affixed to the foregoing instrument is the seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by prior authority; and said persons acknowledge that the execution of the foregoing instrument was the free act and deed of said Bank.

T. Muzquiz  
Notary Public

My Commission Expires:

UTCARS9



RUN DATE: 7/31/89

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
SCHEDULE B - DESCRIPTION OF EQUIPMENT TRUST  
FOR SUBSTITUTION - TERMINATED CARS

PROGRAM ACTB1027

CERTIFICATE TRUST SERIES: R009

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
2	GT	0	UNPX100293, UNPX100313
1	TA	13,700	14029
2	TM	14,500	13234, 13686
3	TM	20,000	58676, 58683, 58765
1	TMI	8,000	74111
1	TMI	22,800	73114
1	TMI	33,800	42464
1	TP	17,000	28183
4	TP	26,000	37375-37376, 37378, 37382

16 TOTAL

## UNION TANK CAR COMPANY - TREASURERS DEPARTMENT

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WRECKED/RETIRED CARS (SCHEDULE B)

R 9 SERIES 9

07/28/89

ROAD NUMBER	AAR CODE	CAR CAPACITY	UNIT MEAS	-CODES-		-----DATES-----		IN WRECKED/ USE	RETIRED	CERTIFICATE TRUST COST	NET BOOK VALUE
				CO	CTY						
UNPX 100293	GT	0		3	2	10/71	06/89			\$ 20,233	\$ 2,276
UNPX 100313	GT	0		3	2	10/71	06/89			20,234	2,276
UTLX 13234	TM	14,500	GAL	1	1	10/71	11/88			19,945	2,279
UTLX 13686	TM	14,500	GAL	1	1	10/71	11/88			19,946	1,720
UTLX 14029	TA	13,700	GAL	1	1	10/71	11/88			15,797	28,310
UTLX 28183	TP	17,000	GAL	1	1	10/71	01/89			20,975	3,773
UTLX 37375	TP	26,000	GAL	1	1	09/75	04/89			30,000	22,800
UTLX 37376	TP	26,000	GAL	1	1	09/75	04/89			30,000	22,800
UTLX 37378	TP	26,000	GAL	1	1	09/75	04/89			30,000	22,800
UTLX 37382	TP	26,000	GAL	1	1	09/75	04/89			30,000	22,800
UTLX 58676	TM	20,000	GAL	1	1	10/71	05/89			16,228	1,422
UTLX 58683	TM	20,000	GAL	1	1	10/71	12/88			17,240	1,113
UTLX 58765	TM	20,000	GAL	1	1	10/71	04/89			16,511	1,611
UTLX 73114	TMI	22,800	GAL	3	2	10/71	08/88			24,273	1,611
UTLX 42464	TMI	33,800	GAL	1	1	10/71	07/89			32,018	6,162
UTLX 74111	TMI	8,000	GAL	1	1	10/71	07/89			17,024	2,837

NUMBER OF CARS

16

\$ 360,424 \$ 146,590